FIRST SOLAR, INC.

Form 3 July 10, 2015

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

DeJong Philip

(Last)

(First)

(Middle)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

07/01/2015

FIRST SOLAR, INC. [FSLR]

(Check all applicable)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O FIRST SOLAR, INC., 350 WEST WASHINGTON ST.,

STE 600

(Street)

Director _X__ Officer

10% Owner Other

6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) Chief Operating Officer _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

TEMPE. AZÂ 85281

1. Title of Security

(Instr. 4)

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned (Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial

Form: Direct (D)

(Instr. 5)

Ownership

or Indirect (I) (Instr. 5)

Common Stock 0

Â D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. 5. Conversion Ownership or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative Derivative Security:

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------|---------------------|--------------------|-----------------|----------------------------------|---------------|--|---|
| Restricted Stock Units | (1) | (1) | Common Stock | 6,442 | \$ (2) | D | Â |
| Restricted Stock Units | (3) | (3) | Common Stock | 4,832 | \$ (2) | D | Â |
| Performance Units | (4) | (4) | Common Stock | 135,000 | \$ <u>(5)</u> | D | Â |
| Restricted Stock Units | (6) | (6) | Common Stock | 7,434 | \$ <u>(2)</u> | D | Â |
| Restricted Stock Units | (7) | (7) | Common Stock | 5,159 | \$ <u>(2)</u> | D | Â |
| Restricted Stock Units | (8) | (8) | Common Stock | 8,628 | \$ (2) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|-------------------------|-------|--|--|
| reporting of the reality reality | Director | 10% Owner | Officer | Other | | |
| DeJong Philip C/O FIRST SOLAR, INC. 350 WEST WASHINGTON ST., STE 600 TEMPE, AZ 85281 | Â | Â | Chief Operating Officer | Â | | |

Signatures

/s/ Peter C. Bartolino, Attorney-in-fact 07/10/2015

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations, See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The restricted stock units were granted on April 4, 2012. These units are scheduled to vest at a rate of 25% per year, commencing on the first anniversary of the grant date.
- (2) Each restricted stock unit represents the right to receive, upon vesting, one share of the Issuer's common stock in accordance with the Issuer's 2010 Omnibus Incentive Compensation Plan.
- (3) The restricted stock units were granted on April 4, 2012. These units are scheduled to vest annually from the grant date at a rate of 40% on the first anniversary of the grant date, with 20% scheduled to vest on each of the remaining three anniversaries of the grant date.
- (4) The performance units were granted on May 7, 2012 and shall vest in two separate tranches, each contingent upon the achievement of a threshold performance goal and pre-established performance criteria within a defined performance period. Performance Units will not vest unless the participant is continuously employed by the Issuer through the applicable vesting date, unless the participant is eligible, in certain pre-established circumstances, for a pro-rata settlement. In the event of a change of control of the Issuer during the performance period, regardless of whether the threshold performance goal has been achieved, 25% of the then unvested portion of the performance unit will vest or a different amount as determined by the Compensation Committee of the Board of Directors. For more information, see Part II, Item 5 Other Information, of the Issuer's Current Report on Form 10-Q filed with the Securities and Exchange Commission on

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May 4, 2012.

- (5) Each performance unit represents the right to receive, upon vesting, one share of the Issuer's common stock in accordance with the Issuer's 2010 Omnibus Incentive Compensation Plan.
- (6) The restricted stock units were granted on March 13, 2013. These units are scheduled to vest at a rate of 25% per year, commencing on the first anniversary of the grant date.
- (7) The restricted stock units were granted on March 5, 2014. These units are scheduled to vest at a rate of 25% per year, commencing on the first anniversary of the grant date.
- (8) The restricted stock units were granted on March 5, 2015. These units are scheduled to vest at a rate of 25% per year, commencing on the first anniversary of the grant date.

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Remarks:

Exhibit List: Exhibit 24, Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.